

810
Rec. No 9697-B

LAW OFFICES

ALVORD AND ALVORD

200 WORLD CENTER BUILDING

918 SIXTEENTH STREET, N.W.

WASHINGTON, D. C.

20006-2978

OF COUNSEL

JESS LARSON

JOHN L. INGOLDSBY

URBAN A. LESTER

CABLE ADDRESS

"ALVORD"

TELEPHONE

AREA CODE 202

993-2266

TELEX

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ELIAS C. ALVORD (1942)
ELLSWORTH C. ALVORD (1964)

ROBERT W. ALVORD
ALBERT H. GREENE
CARL C. DAVIS*
CHARLES T. KAPPLER
JOHN H. DOYLE
MILTON C. GRACE*
GEORGE JOHN KETO**
RICHARD N. BAGENSTOS

* NOT A MEMBER OF D.C. BAR
** ALSO A MEMBER OF OHIO BAR

March 31 1983
INTERSTATE COMMERCE COMMISSION

3:00:1025

No. MAR 31 1983
Date.....
Fee \$ 10.00

Ms. Agatha L. Mergenovich
Secretary
Interstate Commerce Commission
Washington, D.C.

ICC Washington, D. C.

Dear Ms. Mergenovich:

Enclosed herewith for recordation pursuant to the provisions of 49 U.S.C. §11303 are the original and one certified true copy of an Amendment Agreement dated as of February 25, 1983, a "secondary document" as that term is defined in 49 C.F.R. §1116.1(b). The enclosed document amends a Loan and Security Agreement dated as of September 15, 1978, which was duly filed and recorded at 4:30 p.m. on September 18, 1978 and assigned Recordation Number 9697.

A general description of the railroad equipment covered by the enclosed document is:

Twenty (20) 50'6" 70-ton single sheathed boxcars with outside posts, 10'0" sliding doors, rigid underframe, within Plate "C", bearing old identifying mark and numbers NHIR 751 through NHIR 770, both inclusive, and new identifying mark and numbers MIGN 751 through MIGN 770, both inclusive.

The names and addresses of the parties to the enclosed document are:

Debtor: McHugh Brothers, a Partnership
P.O. Box 196
Penndel, Pennsylvania 19047

Secured
Party: U.S. Steel Credit Corporation
600 Grant Street
Pittsburgh, Pennsylvania 15230

RECEIVED
MAR 31 11 20 AM '83
FEE OPERATION BR.
I.C.C.

C. T. Kappler
C. Mergenovich

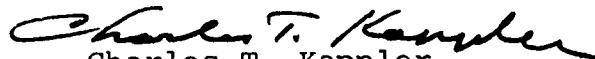
Ms. Agatha L. Mergenovich
Secretary
Interstate Commerce Commission
March 31, 1983
Page Two

The undersigned is agent for the Secured Party for the purpose of submitting the enclosed document for filing and recordation and has knowledge of the matters contained therein.

Kindly return the stamped original copy of the enclosed document to Charls T. Kappler, Esq., Alvord and Alvord, 918 Sixteenth Street, N.W., Washington, D.C. 20006.

Also enclosed is a check in the amount of \$10 payable to the order of the Interstate Commerce Commission covering the required recordation fee.

Very truly yours,


Charles T. Kappler

Interstate Commerce Commission
Washington, D.C. 20423

3/31/83

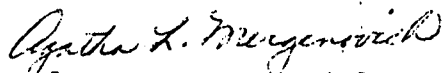
OFFICE OF THE SECRETARY

Charles T. Kappler, Esq.
Alvord & Alvord
918 16th Street, N.W.
WASHINGTON, D.C. 20006

Dear Sir:

The enclosed document(s) was recorded pursuant to the provisions of Section 11303 of the Interstate Commerce Act, 49 U.S.C. 11303, on 3/31/83 at 11:25am , and assigned re-recording number(s). 9697-B

Sincerely yours,


Agatha L. Mergenovich
Secretary

Enclosure(s)

SE-30
(7/79)

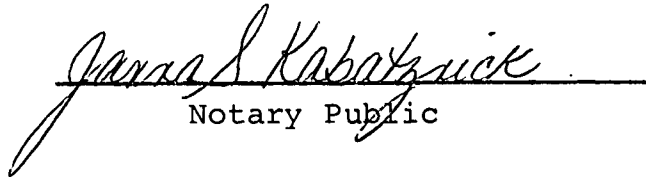
RECORDATION F.D. 9697-B Filed 1425

MAR 31 1983 - 11 25 AM

INTERSTATE COMMERCE COMMISSION

DISTRICT OF COLUMBIA SS:

On this 31st day of March 1983 the undersigned Notary Public says that she has compared the attached copy to the original of an Amendment Agreement dated as of February 25, 1983 among McHugh Brothers and U.S. Steel Credit Corporation, and such copy is complete and identical in all respects to the original document.


Notary Public

(SEAL)

My commission expires: My Commission expires December 14, 1987

REGISTRATION NO. 9697 B
MAR 31 1983 - 11 25 AM
INTERSTATE COMMERCE COMMISSION

AMENDMENT AGREEMENT

dated as of February 25, 1983

Among

MCHUGH BROTHERS

and

U. S. STEEL CREDIT CORPORATION

MAR 31 1983 - 11 25 AM

INTERSTATE COMMERCE COMMISSION

THIS AMENDMENT AGREEMENT dated as of February 25, 1983 between McHUGH BROTHERS ("Debtor") and U. S. STEEL CREDIT CORPORATION ("Secured Party").

WITNESSETH:

WHEREAS, Debtor and Secured Party have executed a Loan and Security Agreement dated as of September 15, 1978 ("Security Agreement") recorded with the Interstate Commerce Commission ("ICC") on September 18, 1978 and assigned Recordation No. 9697.

WHEREAS, Debtor has supplied certain Items of Equipment (as defined in the Security Agreement) to the Michigan Northern Railway Company, Inc. ("MIGN") pursuant to a Lease Agreement made as of December 4, 1980 ("MIGN Lease") recorded with the ICC on January 5, 1981 and assigned Recordation No. 12709, as amended by an Amendment to Lease Agreement, dated as of February 25, 1983 between Debtor and MIGN and pursuant to the MIGN Lease, as amended, MIGN wishes to replace the existing railroad numbers of 20 Items of Equipment with new railroad numbers.

NOW, THEREFORE, the parties hereto, intending to be legally bound hereby, herein agree as follows:


1. Debtor shall cause the Items of Equipment described in Exhibit I hereto to be renumbered from the old numbers shown in Column A to the new numbers shown in Column B. To the extent so renumbered, Schedule I to the Security Agreement is accordingly renumbered to refer to such new numbers. All other agreements and instruments referring to the Items of Equipment shall be deemed to be likewise amended.

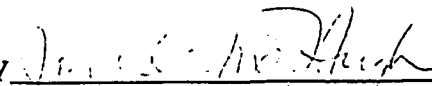
2. Debtor agrees that all rights of Debtor under the MIGN Lease are additional collateral for Secured Party under the Security Agreement in the same manner and to the same extent as the Lease and Management Agreements with New Hope and Ivyland Railroad identified in the Security Agreement, and are governed by the terms and conditions of the Security Agreement. Except as provided herein, the Security Agreement shall remain in full force and effect.

IN WITNESS WHEREOF, the parties hereto have executed this
Amendment Agreement as of the day and year first above written.

Attest:

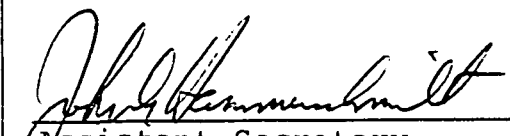
McHUGH BROTHERS, a Partnership



By 
James C. McHugh
A Partner

Attest:

U. S. STEEL CREDIT CORPORATION


Assistant Secretary

By 
Assistant Treasurer

COMMONWEALTH OF PENNSYLVANIA)

) ss

COUNTY OF)

On this 29th day of March, 1983, before me personally appeared James C. McHugh, to me personally known, who, being by me duly sworn, said that is is a Partner of McHugh Brothers, and Robert M. McHugh to me personally known to be a Partner of said Partnership, and they acknowledged that the execution of the foregoing instrument was the free act and deed of said Partnership.

Lorraine Turner

LORRAINE TURNER
Notary Public, Phila., Phila. Co.
My Commission Expires Dec. 15, 1985

COMMONWEALTH OF PENNSYLVANIA)

) ss

COUNTY OF ALLEGHENY)

On this 30th day of March, 1983, before me personally appeared S. H. Welch, to me personally known, who, being by me duly sworn, says that he is Asst. Treas. of U. S. Steel Credit Corporation and John A. Hammer Schmidt, to me personally known to be the Assistant Secretary of said corporation, that the seal affixed to the foregoing instrument is the corporate seal of said corporation, that said instrument was signed and sealed on behalf of said corporation by authority of its Board of Directors, and they acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

Lois A. Witt

LOIS A. WITT, Notary Public
Pittsburgh, Allegheny County
Commonwealth of Pennsylvania
My Commission Expires October 18, 1986

EXHIBIT I to
Amendment Agreement
dated as of February 25,
1983

DESCRIPTION OF EQUIPMENT

Type: 50'6" 70-ton single sheathed boxcars, with outside posts, 10'0" sliding doors, ridged underframe, within Plate "C"

Quantity: 20

Equipment Numbers

<u>Col. A</u> <u>Old Numbers</u>	<u>Col. B</u> <u>New Numbers</u>
NHIR 751	MIGN 751
NHIR 752	MIGN 752
NHIR 753	MIGN 753
NHIR 754	MIGN 754
NHIR 755	MIGN 755
NHIR 756	MIGN 756
NHIR 757	MIGN 757
NHIR 758	MIGN 758
NHIR 759	MIGN 759
NHIR 760	MIGN 760
NHIR 761	MIGN 761
NHIR 762	MIGN 762
NHIR 763	MIGN 763
NHIR 764	MIGN 764
NHIR 765	MIGN 765
NHIR 766	MIGN 766
NHIR 767	MIGN 767
NHIR 768	MIGN 768
NHIR 769	MIGN 769
NHIR 770	MIGN 770